

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

LORDSTOWN MOTORS CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10831 (MFW)

(Jointly Administered)

Re: Docket No. 477

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
BROWN RUDNICK LLP AS COUNSEL FOR THE OFFICIAL COMMITTEE
OF EQUITY SECURITY HOLDERS OF LORDSTOWN MOTORS CORP.,
ET AL., *NUNC PRO TUNC* TO SEPTEMBER 7, 2023**

Upon consideration of the *Application for Order Authorizing the Employment and Retention of Brown Rudnick LLP as Counsel for the Official Committee of Equity Security Holders of Lordstown Motors Corp., et al., Nunc Pro Tunc to September 7, 2023* (the “Application”),² pursuant to sections 328 and 1103(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), authorizing and approving the employment of Brown Rudnick LLP (“Brown Rudnick”) as counsel to the Official Committee of Equity Security Shareholders (the “Equity Committee”) appointed in the above-captioned bankruptcy cases (the “Cases”) effective as of September 7, 2023; and the declaration of Robert J. Stark in support of the Application annexed thereto (the “Stark Declaration”); and the Court having jurisdiction to consider the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and it

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are: Lordstown Motors Corp. (3239); Lordstown EV Corporation (2250); and Lordstown EV Sales LLC (9101). The Debtors' service address is 27000 Hills Tech Ct., Farmington Hills, MI 48331.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

appearing that the relief requested in the Application is in the best interests of the Debtors' estates, their equity holders and other parties-in-interest; and the Equity Committee having provided adequate and appropriate notice of the Application under the circumstances; and after due deliberation and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

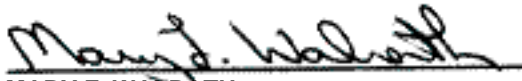
1. The Application is GRANTED as set forth herein.
2. The Equity Committee is authorized pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code to retain and employ Brown Rudnick as counsel to the Equity Committee effective as of September 7, 2023.
3. Brown Rudnick shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Cases as set forth in the Application and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures or orders of this Court.
4. Brown Rudnick shall be a "Professional" and "Notice Party" for purposes of the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Chapter 11 Professionals and Committee Members* [Docket No. 181].
5. Brown Rudnick shall provide at least 10 calendar days' notice to the Equity Committee, the Debtors, and the U.S. Trustee prior to any increases in the rates set forth in the Stark Declaration and shall file such notice with this Court.
6. The Equity Committee and Brown Rudnick are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
7. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

8. Notwithstanding any provision in the Bankruptcy Rules to the contrary, this Order shall be immediately effective and enforceable upon its entry.

9. Further terms of this Order shall be as follows:

- a. Brown Rudnick will only bill 50% for non-working travel and shall not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any of Brown Rudnick's fee applications in these Cases;
- b. Brown Rudnick will agree to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "U.S. Trustee Guidelines");
- c. Brown Rudnick will use the billing and expense categories set forth in the U.S. Trustee Guidelines (Exhibit D-1, "Summary of Compensation Requested by Project Category"), and may use additional categories that provide additional detail on work performed;
- d. Brown Rudnick will provide any and all monthly fee statements, interim fee applications, and final fee applications in "LEDES" format to the U.S. Trustee; and
- e. any and all compensation to be paid to Brown Rudnick for services rendered on the Equity Committee's behalf shall be fixed by application to this Court in accordance with sections 330 and 331 of the Bankruptcy Code, such Federal Rules and Local Rules as may then be applicable, and any orders entered in these Cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred.

Dated: October 16th, 2023
Wilmington, Delaware


MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE